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8 **UNITED STATES DISTRICT COURT**  
9 **NORTHERN DISTRICT OF CALIFORNIA**  
10 **SAN JOSE DIVISION**

11 SECURITIES AND EXCHANGE  
12 COMMISSION,

13 Plaintiff,

14 v.

15 SMALL BUSINESS CAPITAL CORP.;  
16 MARK FEATHERS; INVESTORS PRIME  
FUND, LLC; and SBC PORTFOLIO  
FUND, LLC,

17 Defendants.  
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Case No. CV12-03237

**AMENDED [~~PROPOSED~~] ORDER  
APPROVING DISTRIBUTION PLAN AND  
AUTHORIZING INTERIM  
DISTRIBUTIONS**

Date: February 14, 2014  
Time: 9:00 a.m.  
Ctmm: 4 - 5th Floor  
Judge: Hon. Edward J. Davila

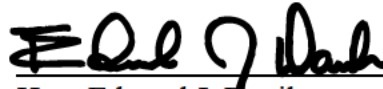
1 The Motion for Approval of Distribution Plan and Authorization to Make Interim  
 2 Distributions, Dkt. No. 628, ("Motion") of Thomas A. Seaman ("Receiver"), Court-appointed  
 3 Receiver for Small Business Capital Corp., Investors Prime Fund, LLC, SBC Portfolio Fund, LLC,  
 4 and their subsidiaries and affiliates, came before the Court. The Court, having received and read  
 5 the Motion and all papers in support thereof or opposition thereto, and being so advised in the  
 6 matter and finding good cause, orders as follows after hearing from the parties, other representatives,  
 and individual investors:

7 **IT IS ORDERED:**

- 8 1. The Motion is granted;
- 9 2. The Distribution Plan attached to the Motion as Exhibit A is approved;
- 10 3. The rising tide method of calculating distributions as outlined in the Motion and  
 11 Distribution Plan is approved;
- 12 4. Pursuant to the Motion and Court-approved Stipulation between the Receiver and  
 13 the U.S. Small Business Administration ("Stipulation"), the Receiver is authorized and directed to  
 14 make an initial round of distributions totaling \$15 million;
- 15 5. Pursuant to the Stipulation, \$4 million in receivership estate funds shall be set aside  
 16 pending further order of the Court;
- 17 6. The remaining cash reserve of approximately \$1.8 million as of the time of this  
 18 order is approved;
- 19 7. Pursuant to the terms of the Motion and Distribution Plan, the Receiver is authorized  
 20 to make subsequent interim distributions, in his discretion, with notice to and approval of the  
 21 Securities and Exchange Commission; and
- 22 8. Any and all claims submitted to the Receiver after February 24, 2014 (*i.e.*, 10 days  
 23 after the February 14, 2014 hearing) are automatically disallowed.
- 24 9. The limited opposition to the Motion filed by California Business Bank is  
 25 withdrawn.

1           10.     The prior order entered on the Motion (Docket No. 711) is vacated.

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3     Dated: February 26, 2014



Hon. Edward J. Davila  
Judge, United States District Court

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